

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

**U.S. SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**VUUZLE MEDIA CORP., VUUZLE
MEDIA CORP LTD., RONALD SHANE
FLYNN, AND RICHARD MARCHITTO,**

Defendants, and

VUMU MUSIC LLC,

Relief Defendant.

**Civil Action No. 2:21-cv-1226 (KSH)
(CLW)**

DECLARATION OF JOHN R. LAMB IN MOTION FOR LEAVE TO WITHDRAW

Pursuant to Title 28, section 1746, subsection (1) of the United States Code, I, John R. Lamb, hereby declare as follows and make the following express representations and warranties:

1. I am a citizen of the United Kingdom and a registered Permanent Resident of the Republic of the Philippines ("Philippines"). I am a resident of the city of Angeles City, Philippines.

I make this declaration based on my personal knowledge of the facts in this Declaration, unless otherwise indicated below. I make this Declaration on behalf of Vuuzle Media Corporation (Delaware) ("Vuuzle-US") because Vuuzle-US wishes to address the Court directly in connection with the Motion to Withdraw filed by Counsel, Dickinson Wright PLLC ("Dickinson Wright").

2. I was the Chief Executive Officer ("CEO") and Chairman of the Board ("Chairman") of Vuuzle-US while Vuuzle-US was an operating company.

3. I am in receipt via e-mail of and have read the Motion for Leave to Withdraw by Dickinson Wright PLLC ("Dickinson Wright") as counsel for Vuuzle Media Corp. and the

accompanying Memorandum of Law in Support filed as Document number 130 in case number 2:21-cv-01226-KSH-CLW (“Motion”). Vuuzle-US understands fully and respects Dickinson Wright’s decision and need to file the Motion and does not object to the Court granting the Motion.

4. Counsel, in privileged attorney-client communications, has explained to Vuuzle-US the reasons why Counsel filed the Motion. Vuuzle-US understands and respects fully the reasons provided.

5. On June 20, 2022, Counsel provided written notice that Counsel would be filing a Motion to Withdraw and set forth in such correspondence one of its reasons. Previously and on multiple occasions, Counsel has informed Vuuzle-US that circumstances may result in Counsel determining that it is compelled to file a Motion to Withdraw.

6. Vuuzle-US, through its accountant, Stu Toplitsky, filed with the State of Delaware the documents that Mr. Toplitsky instructed were the necessary documents for Vuuzle-US to conclude all operations. I understand that Mr. Toplitsky has provided to Plaintiff Securities and Exchange Commission (“SEC”) all tax returns and other records of Vuuzle-US and endeavored to instruct Mr. Toplitsky to cooperate fully with SEC. Vuuzle-US no longer is an operating entity.

7. Vuuzle-US became unable to open, operate or transact in United States Dollar accounts, and I and other persons previously associated with Vuuzle-US also are unable now to open, operate or transact in United States Dollar accounts. I believe and understand this to be because the United States Government is preventing financial institutions from permitting us to open accounts.

8. In order to defend the litigation and be represented by a United States law firm, we need to be able to make payment in United States Dollars, which now is an impossibility.

Nevertheless, we currently are searching actively for a law firm that will accept payment in an accepted cryptocurrency.

9. Vuuzle-US, while it was an operating company and generated revenue, promptly paid all of our attorneys. That includes paying fees to Gilbert Bradshaw, Esq., Securities Legal, in California, who was counsel to and advised Vuuzle-US in connection with all securities offerings conducted by Vuuzle-US (and whose advice Vuuzle-US followed in conducting its securities offerings), and to Dickinson Wright, which has been counsel in defense of this litigation.

10. Vuuco Gold, with which I am affiliated, is in the business of selling Non-Fungible Tokens (“NFTs”), which are unique cryptographic tokens that exist on a blockchain and cannot be replicated. NFTs, as created and sold by Vuuco Gold, do not constitute securities, and Vuuco Gold in selling NFTs is not engaged in the offer and sale of securities. Vuuco Gold is represented and advised by counsel outside of the United States in connection with its manufacture and sale of NFTs. Notwithstanding that Vuuco Gold transacts lawfully in NFTs, Vuuco Gold is not able to open a United States Dollar account.

11. Irreconcilable differences do in fact now exist between Dickinson Wright and Vuuzle-US that constitute grounds for Dickinson Wright to withdraw as counsel as more fully set forth in the Memorandum of Law that Dickinson Wright filed in Support of its Motion for Leave to Withdraw as counsel for Vuuzle-US.

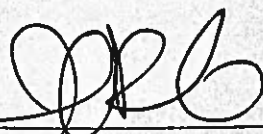
12. Dickinson Wright has worked diligently with Vuuzle-US and has provided Vuuzle-US with opportunity to cure such differences; however, Vuuzle-US has been unable to do so. Vuuzle-US understands that Dickinson Wright now is unable to continue as counsel.

13. Vuuzle-US has been satisfied fully with its representation by Dickinson Wright and the work for Vuuzle-US by the lawyers of Dickinson Wright.

14. Vuuzle-US actively continues to pursue securing replacement counsel.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. I have executed this Declaration in Angeles, Republic of the Philippines, on the date set forth below.

Executed on: 06 the day of July, 2022



John Lamb